

CORRECTION AGREEMENT

THIS AGREEMENT dated December 29, 1972, entered into between Harris Trust and Savings Bank, Trustee, North American Car Corporation and North American Car (Canada) Limited,

WHEREAS, Harris Trust and Savings Bank, as Trustee and North American Car Corporation and North American Car (Canada) Limited have entered into an Indenture of Mortgage and Deed of Trust dated as of November 1, 1972, known as North American Car Corporation Equipment Bonds Third 1972 Series (herein the "Indenture"), and

WHEREAS, the Indenture was filed and recorded December 27, 1972 with the Interstate Commerce Commission pursuant to the provisions of Section 20c of the Interstate Commerce Act and was filed on various dates in a number of Provinces in the Dominion of Canada under various Registration Acts, and

WHEREAS, the Indenture as filed had several errors some of which were corrected prior to the various filings and registrations and several which were not corrected prior to such filings and registrations, but which errors were corrected on all counterparts of the Indenture prior to the closing of the transaction.

NOW THEREFORE, in consideration of the premises the parties hereto confirm such of the changes on the Indenture and hereby agree to such additional changes as may be required to make the following changes in the Indenture:

6843-A
RECORDATION NO. _____ Filed & Recorded

JAN 2 1972 -2 40 AM

INTERSTATE COMMERCE COMMISSION

<u>Number of Cars</u>	<u>Serial Number Cars</u>	<u>Lessee</u>
Page 95, the line which reads in part 10	70250-70259	Weldwood of Canada Limited
is hereby amended to read 10	4612-4621	Weldwood of Canada Limited
Page 95, the line which reads in part 5	80015-80019	Lignum Ltd
is hereby amended to read 5	4607-4611	Lignum Ltd
Page 96, the line which reads in part 2	48810,48817	Illinois Central Railroad Company
is hereby amended to read 2	48816,48823	Illinois Central Railroad Company
Page 99, the line which reads in part is amended to read	41470,49473 49470,49473	
Page 100, the line which reads in part is amended to read	49396,49405,49409 49396,49399,49405,49409	

Except as herein specifically modified and corrected the Indenture shall remain in full force and effect.

IN WITNESS WHEREOF, North American Car Corporation, North American Car (Canada) Limited and Harris Trust and Savings Bank as Trustee have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective seals duly attested to be hereunto affixed as of the day and year first above written.

HARRIS TRUST AND SAVINGS BANK
AS Trustee

ATTEST:

P. S. Mason

ASSISTANT SECRETARY

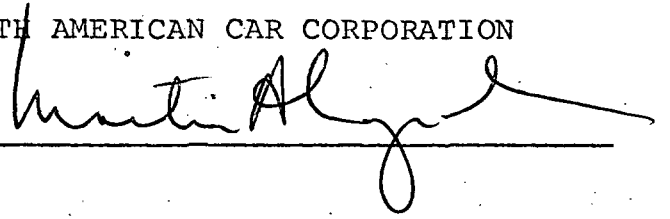
BY

[Signature]

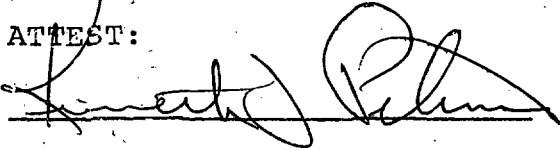
Vice President

NORTH AMERICAN CAR CORPORATION

BY

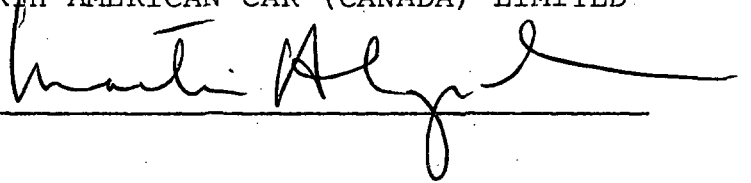


ATTEST:

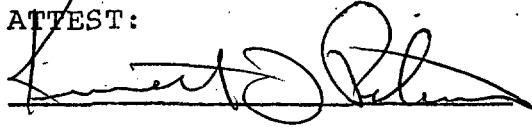


NORTH AMERICAN CAR (CANADA) LIMITED

BY



ATTEST:



The Indenture was filed and Registered under the
Act on December 27, 1972, under file number 6843

STATE OF ILLINOIS, }
COUNTY OF COOK, } ss.:

On this 29 day of December, 1972, before me personally appeared Martin A. Lynch, to me personally known, who, being by me duly sworn, says that he is a Vice President of NORTH AMERICAN CAR CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was on December 29, 1972 signed and sealed on behalf of said corporation by authority of its Board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Thomas J. Kelly
Notary Public

My Commission Expires

4/11/76

STATE OF ILLINOIS, }
COUNTY OF COOK, } ss.:

On this 29 day of December, 1972, before me personally appeared Martin A. Lynch and, Kenneth J. Petrine, to me personally known, who being by me duly sworn say that they are a Vice President and the Secretary, respectively, of NORTH AMERICAN CAR CORPORATION (CANADA) LIMITED, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was on December 29, 1972 signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Thomas J. Kelly
Notary Public

My Commission Expires

4/11/76

STATE OF ILLINOIS, }
COUNTY OF COOK, } ss.:

On this 29 day of December, 1972, before me personally appeared J. L. Spreng, to me personally known, who, being by me duly sworn, says that he is a Vice President of HARRIS TRUST AND SAVINGS BANK, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was on December 29, 1972 signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Thomas J. Kelly
Notary Public

My Commission Expires

4/11/76

STATE OF ILLINOIS
COUNTY OF COOK

To Wit:

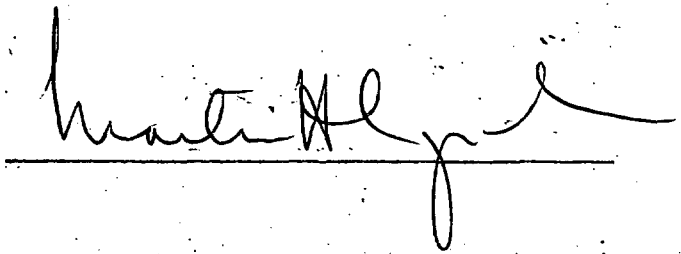
IN THE MATTER OF registration of an
Correction Agreement dated as of the
29 day of December 1972, and made from
North American Car Corporation and North
American Car (Canada) Limited to Harris
Trust and Savings Bank, as Trustee, for the
purpose of securing Equipment Bonds, Third
1972 Series, of North American Car Corpora-
tion.

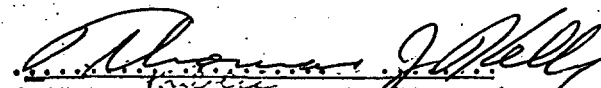
I, Martin A. Lynch, of the City of Chicago, in the State of Illinois,
MAKE OATH AND SAY THAT:

1. I am an officer holding the office of Vice President of North American Car Corporation, the mortgagor or assignor named in the annexed instrument containing a mortgage charge or assignment made by the said North American Car Corporation and North American Car (Canada) Limited to Harris Trust and Savings Bank, and am aware of the circumstances connected with the transaction and have a personal knowledge of the facts herein deposed to.

2. The said instrument was executed by North American Car Corporation at the City of Chicago, in the State of Illinois, on the 29 day of December, 1972.

Sworn before me at the
City of Chicago in the
State of Illinois,
this 29 day of December,
1972.




A Notary in and for said County in
the State of Illinois.
My Commission Expires 4/11/76

STATE OF ILLINOIS
COUNTY OF COOK

To Wit:

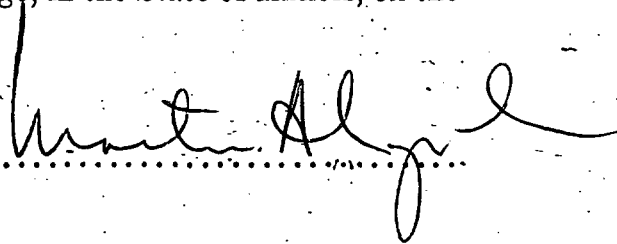
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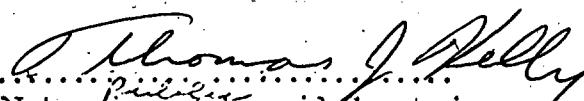
I, Martin A. Lynch, of the City of Chicago, in the State of Illinois,
MAKE OATH AND SAY THAT:

1. I am an officer holding the office of Vice President of North American Car (Canada) Limited, the guarantor named in the annexed instrument containing a mortgage charge or assignment made by North American Car Corporation and the said North American Car (Canada) Limited to Harris Trust and Savings Bank, and am aware of the circumstances connected with the transaction and have a personal knowledge of the facts herein deposed to.

2. The said instrument was executed by North American Car (Canada) Limited at the City of Chicago, in the State of Illinois, on the 29 day of December, 1972.

SWORN before me at the
City of Chicago in the
State of Illinois,
this 29 day of December,
1972.


.....


.....
A Notary in and for said County in
the State of Illinois.
My Commission Expires 4/11/76

STATE OF ILLINOIS
COUNTY OF COOK

To Wit:

IN THE MATTER OF registration of an
Correction Agreement dated as of the
29 day of December 1972 and made from
North American Car Corporation and North
American Car (Canada) Limited to Harris
Trust and Savings Bank, as Trustee, for the
purpose of securing Equipment Bonds, Third
1972 Series of North American Car Corpora-
tion.

G.
I, R. M. Mason, of the City of Chicago, in the State of Illinois,
MAKE OATH AND SAY THAT:

1. I am an officer holding the office of Assistant Secretary of Harris
Trust and Savings Bank, the mortgagee, trustee or grantee named in
the annexed Correction Agreement made from North American
Car Corporation and North American Car (Canada) Limited
to the said Harris Trust and Savings Bank, and am aware
of the circumstances connected with the transaction and
have a personal knowledge of the facts herein deposed to.

2. The said Correction Agreement being the instrument
containing the mortgage, charge or assignment was executed
in good faith and for the purpose of securing payment of
the Equipment Bonds, Third 1972 Series, referred to therein
and not for the mere purpose of protecting the chattels or
book debts therein mentioned against the creditors of the
mortgagor or assignor or preventing such creditors from
obtaining payment of any claim against the mortgagor or
assignor.

SWORN before me at the
City of Chicago in the
State of Illinois,
this 29 day of December,
1972.

RS Mason
.....

Thomas J. Kelly
.....

A Notary in and for said County in
the State of Illinois.

My Commission Expires

4/11/76